

AGM - 2021 - 220301 TUC AGM March 1 2022

September 1, 2022 10:19 AM

Note - This file was created in order to separate the AGM notes from the BOD which occurred after the AGM.

AGM - 2021 - 220301 TUC AGM March 1 2022

Wednesday, October 28, 2020

7:26 PM

Registration to Vote – Performed electronically ahead of time.

1. Call AGM to Order [7:20 PM] & Delegate Roll Call and registered through Menti. *[Menti is the app/website used to facilitate the AGM]*
 - a. Board present:
Call to Order
 - i. Chelsea Jackson
 - ii. Juliet O'Farrell *regrets*
 - iii. Colin Mattison
 - iv. Sanjay Parker
 - v. Patrick Russell
 - vi. Kaity Williams
 - vii. Andrew Hunter
 - viii. Jo Malisani
 - b. Land acknowledgement
 - c. Welcome Members and Introduce Board of Directors
 - d. Read Notice / Waive Notice
 - i. Motion: [Patrick Russell] Second: [Colin Mattison] Vote Result: [34 In favor Passes]
 - e. Presentation: Voting and ground rules of meeting
2. Confirmation of quorum (.5% of Membership)
 - a. Total members: [818] - 0.5% = 4 members; Minimum required to transact business is 6 (3 Directors & 3 members of the public)
Members Present: [19 Present; 16 Proxies]; *One TUC member left the call and rejoined multiple times. Meeting vote totals fluctuated
 - b. Required for Quorum: [6]
 - c. $35/2 = 18$ persons required to carry a motion.
 - d. Appoint scrutineers: 2 or 3 Persons [Jamie Millage and Jo Malisani]
 - i. Motion: [Kaity Williams] Second: [Colin Thompson] Vote Result: [Passes]
3. Question from the Floor
 - a. Who is being represented in the proxies?
 - i. ED to read out a list of the proxies given to Colin Mattison (12 Persons); Francette (2 Proxies); Andrew Hunter (1 Proxies)
4. Approval of Agenda:
 - a. Motion: [Sanjay] Second: [Francette] Vote Result: [Pass]

5. Approval of Minutes of previous AGM

- a. Special Notes: *Previous AGM Minutes did not reflect Wesley Gardiner arrived. Amended the notes to include Wesley as present on Feb 28th 2022.*

b.	Motion: [Motion to approve amended Minutes which include Wes Gardiner in the BOD list present: Sanjay] Second: [Jon Brandt]	Vote Result: [Passes]
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- c. Business arising from Past Minutes?
i. *See comment above raised by Colin Mattison*

6. Board of Directors Report:

- a. President welcomes to members to the AGM in March. This has been a tough couple of years for TUC with COVID, staff reductions, and multiple 'return to play' & lockdowns.
- b. At the previous AGM we had to say goodbye to two staff and were not playing.
- Currently, we are back to playing and were able to rehire staff who are crucial to the ongoing operation of the business
 - President gives amazing kudos to the ED of the TUC; Jo does an incredible amount of work
 - ED secured the Trillium Grant which allowed TUC to rehire staff and to apply some of those funds to fields.
 - ED secured the grant on the second attempt of our proposal. President underlines how difficult it is for an organization to achieve success in grant.
 - President highlights the fact where we were able to play ultimate safely during periods of the pandemic.
 - TUC ensured its membership was up-to-date with the ever evolving changes in regulation
- c. President thanks members for coming back to the club and for showing up to the AGM. The board really appreciates all the understanding of the membership.

7. Presentation Approval of un-Audited Financial / Financial Update: Update provided by TUC Treasurer.

- a. Treasurer - we ran into issues with our financials this year; there was a lot of back-and-forth between our auditor and the TUC staff. We ran out of runway but wanted to provide financial updates.
- ED presented a rough unaudited document which reflect our current cash positions.
 - TUC received substantial support through the Gov't Programs. CERBS; CEWS; Rent subsidy for Monarch Park to cover the lease agreement with Monarch;
 - The gov't support allowed us to remain open; TUC also used monies from the field fund to offset some of the losses.
- b. Question: Normally the auditing is completed by the end of September. What caused the hold up?
- More questions than usual than pertained to the gov't support programs; we had technology issues with uploading / downloading document; our documents or gov't support would arrive one quarter after it was 'recorded'.
- c. Motion to Approve un-Audited Financial Statements:
- Motion: [Jon Brandt] Second: [Francette Maquito] Vote Result: [Passes]

8. Executive Director Report:

- a. Update on Club standing.
- The staff and BOD goals were to provide improved communications, increase our Social media present and Athlete Development of members. We also endeavored to create a safe space welcoming all interested persons.
 - TUC posted a loss of \$165k as opposed to a \$3k estimated profit.
 - TUC has significantly reviewed our pricing models to ensure all leagues have cost-neutral pricing structures.
 - Reviewed the membership structure - Aligning the membership fee structures with our fiscal years.

- i. The goal of TUC is to cover operating expenses with the member fees.
- v. In 2019 Membership was 2872; 2020: 467; Feb 2022: 1386
 - i. We were down 84% in terms of membership numbers; TUC is hopeful given all the information gathered through surveys will help us regain our lost members.
- vi. TUC plans to run recruitments in the Spring.
- vii. TUC is planning a pre-pandemic 'normal' 2022 summer. We believe the members will return to play in the summer.
- viii. Fall 2021 showed strong support for TUC programming.
- ix. Fall 2021 63 teams registered for this season.
- x. TUC plans to return to normal programming in Fall 2022.
- xi. Update on partnerships, new field spaces and Trillium Fund.
 - i. Joined PlayOn Coalition to lobby Ontario Gov't on better return-to-play guidelines.

9. Ratification of Business conducted by the Toronto Ultimate Club in the past year

a. Policy Updates:

- i. Code of Conduct - March 2021
- ii. Juniors Athlete Code of Conduct
- iii. TUC Return to Play Guidelines (Incl. Vaccination Policy)

b. Renaming the Field Fund to the Development Fund

- i. See attached motion from Andrew Hunter
- ii. Amendment Raise by Rob Botman.
 - i. Discussion on the motions: The development fund proposal to attract members
 - ii. President: TUC has used the fund to partner with development companies to build more access to fields (Mississauga, Monarch). TUC did not believe we could use the funds on any other item save fields.
 - 1) The goal of the motion is to allow TUC to use the funds for items that will substantially benefit the club. TUC does not want to use the funds as an operations fund.
 - iii. What are the guard rails around the money to ensure it has a purpose and not just a 'pot of money to spend'.
 - 1) TUC Board felt the it could not use the moneys for the website without a re-design of the fund since the website is not a field.
 - 2) ED: the name of the fund matters so future boards & membership can understand what the fund's purpose is.

c. Amendment to Andrew's Motion: *To rename The Field Fund to Capital Fund* Moved: [Rob Botman] Second: [Jon Brandt] Vote Result: [Passes]

d. Vote on amended: *To Rename the Field Fund to The Capital Fund*: Moved [Andrew] Second: [CJ] Vote Result: [Passes]

e. Motion 2: Vote: *Permit the Capital Fund to spend or issue loans to acquire Capital Assets* Motion: [Rob Botman] Second: [Kaity Williams] Vote Result: [Passes]

- i. **It is the intention of this motion to include website and such in the term capital**

f. Motion 3: *Permit the club to borrow up to \$100,000 in total from the Capital Fund, only in emergencies and only when there is a reasonable use or repayment plan in place.* Moved: [Rob Botman] Second: [Colin Mattison] Vote Result: [Passes]

- g. Motion *To ratify the business conducted by the Toronto Ultimate Club in the past year:* [Colin Mattison] Second: [Francette Maquito] Vote Result: [Passes]
 - i. Question - Permit the club to borrow up to \$100k

10. Election of new board members:
- | | |
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| | Re-running: Colin Mattison, Andrew Hunter
Interested Persons: Francette Maquito, Ryan Brown |
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- a. Vote Result / Confirm: [Colin Mattison]
 - b. Vote Result / Confirm: [Francette Maquito]
 - c. Vote Result / Confirm: [Andrew Hunter]

11. New business:
- a. None
 - b. TUC Discussed a return to 'pre-pandemic numbers' - What does this mean?
 - a. Our priority is to get back to pre-covid, which unfortunately saw falling numbers. We want to see what the new strategies from the ED do the over all numbers for the club. 3-5 years down the line we want to have a juniors program which acts a pipeline to membership; offering clinics.
 - c. Question - How are we going to grow the club in the future? What can we tell people lower the fees?
 - d. Question - How do we create a space for new players who might not want to invest in the full year membership?
 - a. Discussion on how to allow new participants to join TUC
 - b. Discussion on bring fields and membership numbers

12. Next AGM – Scheduled for end of September 2022

13. Meeting Adjournment 9:48 PM

- a. [Colin Mattison] Second: [Sanjay] Vote Result: [Passes]